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U.S. BANKRUPTCY COURT
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Attorney for Manfred S. and Christine L. Spindel

UNITED STATES BANKRUPTCY COURT

CLARK COUNTY, NEVADA

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

Affects:

- ☐ All Debtors
- ☐ USA Commercial Mortgage Company
- ☐ USA Securities, LLC
- ☐ USA Capital Realty Advisors, LLC
- ☒ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725 LBR

**RESPONSE TO OMNIBUS
 OBJECTION OF THE
 OFFICIAL COMMITTEE OF
 EQUITY SECURITY HOLDERS
 OF USA CAPITAL
 DIVERSIFIED TRUST DEED
 FUND, LLC, TO CLAIMS ON
 EQUITY MISFILED AS
 CREDITOR CLAIMS**

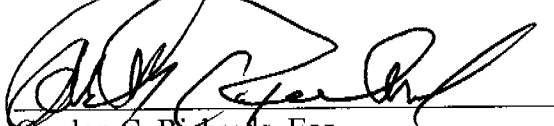
Date: January 3, 2007
 Time: 9:30 a.m.
 Courtroom: 1

clark & richards, L.L.P.
 1850 E. Flamingo, Suite 204
 Las Vegas, NV 89119
 (702) 731-1414

COMES NOW, Manfred S. and Christine L. Spindel (hereinafter "Spindel"), by and through their counsel, Gordon C. Richards, Esq., of the law firm of Clark & Richards, LLP, and submits their Response to the Omnibus Objection of the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC, to Claims on Equity Misfiled as Creditor Claims, filed by the Equity Security Holders of USA Diversified Trust Deed Fund, LLC, (the "Movant").

RESPECTFULLY SUBMITTED this 18th day of December, 2006.

CLARK & RICHARDS, LLP



Gordon C. Richards, Esq.

Nevada Bar No. 1913

1850 E. Flamingo Road, Suite 204

Las Vegas, Nevada 89119

(702) 731-1414

Attorney for Manfred and Christine L. Spindel

RESPONSE

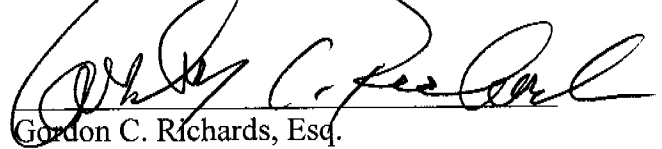
On October 9, 2006, Spindel filed their Proof of Claim in the above referenced matter evidencing their claim against the USA Capital Diversified Trust Deed Fund, LLC, a copy of which is attached hereto as Exhibit "1", (hereinafter the "Claim"). While an objection has been asserted by the Moveant that the Claim was either mistakenly filed or inappropriately filed, the Claim submitted on behalf of Spindel correctly identifies the claim of Spindel against USA Capital Diversified Trust Deed Fund, LLC. While Spindel has no substantive argument against the objection of the Moveant with respect to the reclassification of the Claim as a Proof of Interest, Spindel does oppose any rejection of the Claim or reclassification of the same that would

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1 disallow the Claim. Accordingly, to the extent the Claim is reclassified as a Proof of Interest,
2 Spindel has no objection to the same subject to the constraints hereinabove mentioned.

3 RESPECTFULLY SUBMITTED this 18th day of December, 2006.
4

5 CLARK & RICHARDS, LLP

6 
7

8 Gordon C. Richards, Esq.

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13 Attorney for Manfred and Christine L. Spindel
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CERTIFICATE OF MAILING

I hereby certify that on the 9th day of December, 2006, a copy of the foregoing
**Response to Omnibus Objection of the Official Committee of Equity Security Holders of
Usa Capital Diversified Trust Deed Fund, Llc, to Claims on Equity Misfiled as Creditor
Claims** was served via facsimile and US Mail addressed as follows:

Bob L. Olson, Esq.
Anne M. Loraditch, Esq.
BECKLEY SINGLETON, CHTD
530 Las Vegas Boulevard South
Las Vegas, Nevada 89101
Facsimile: (702) 385-5024


an employee of CLARK & RICHARDS, L.L.P.

clark & richards, L.L.P.
1850 E. Flamingo, Suite 204
Las Vegas, NV 89119
(702) 731-1414

Exhibit "1"

(Proof of Claim filed October 9, 2006)

Name of Debtor: USA Capital Diversified Trust Deed Fund, LLC	Case Number: 06-10727 (LBR)
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NOTE: See Reverse for List of Debtors and Case Numbers.
This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor and Address:
 11321241003285
MANFRED S SPINDEL & CHRISTINE L SPINDEL
299 N HOLLYWOOD BLVD
LAS VEGAS NV 89110-5224

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.

☐ Check box if this address differs from the address on the envelope sent to you by the court.

DO NOT FILE THIS PROOF OF CLAIM FOR A SECURED INTEREST IN A BORROWER THAT IS NOT ONE OF THE DEBTORS.

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

THIS SPACE IS FOR COURT USE ONLY

Creditor Telephone Number ()
Last four digits of account or other number by which creditor identifies debtor:
3216

Check here ☐ replaces a previously filed claim dated: _____
If this claim ☐ or amends

1. BASIS FOR CLAIM

<input type="checkbox"/> Goods sold	<input type="checkbox"/> Personal injury/wrongful death	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)	<input type="checkbox"/> Unremitted principal
<input type="checkbox"/> Services performed	<input type="checkbox"/> Taxes	<input type="checkbox"/> Wages, salaries, and compensation (fill out below)	<input type="checkbox"/> Other claims against servicer (not for loan balances)
<input type="checkbox"/> Money loaned	<input type="checkbox"/> Other (describe briefly)	Last four digits of your SS #: _____	
		Unpaid compensation for services performed from: _____ to _____	
		(date)	(date)

2. DATE DEBT WAS INCURRED: 2003 3. IF COURT JUDGMENT, DATE OBTAINED:

4. CLASSIFICATION OF CLAIM. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.

UNSECURED NONPRIORITY CLAIM \$296,706.00

☐ Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or c) none or only part of your claim is entitled to priority.

UNSECURED PRIORITY CLAIM

☐ Check this box if you have an unsecured claim, all or part of which is entitled to priority.

Amount entitled to priority \$ _____

Specify the priority of the claim:

- ☐ Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B)
- ☐ Wages, salaries, or commissions (up to \$10,000)*, earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).
- ☐ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).

SECURED CLAIM

☐ Check this box if your claim is secured by collateral (including a right of setoff).

Brief description of collateral:

☐ Real Estate ☐ Motor Vehicle ☐ Other _____

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

☐ Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).

☐ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

☐ Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (_____).

* Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

5. TOTAL AMOUNT OF CLAIM \$296,706.00 \$ _____ \$296,706.00
AT TIME CASE FILED: (unsecured) (secured) (priority) (Total)

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

6. CREDITS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

7. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Pacific time, on November 13, 2006 for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units).

BY MAIL TO:
BMC Group
Attn: USACM Claims Docketing Center
P. O. Box 911
El Segundo, CA 90245-0911

BY HAND OR OVERNIGHT DELIVERY TO:
BMC Group
Attn: USACM Claims Docketing Center
1330 East Franklin Avenue
El Segundo, CA 90245

THIS SPACE FOR COURT USE ONLY

FILED OCT 09 2006

DATE 10/4/06 SIGN and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):
Gordon C. Richards, ESQ.

USA DIVERSIFIED



1072700062

USA Commerical Mortgage Company ("USA")

USA Captial Diversified Trust Deed Fund

as of April 12, 2006

THIS STATEMENT REFLECTS THE STATUS AS OF THE BANKRUPTCY PETITION DATE.
CURRENT STATEMENTS WILL BE MAILED TO YOU SOON.



11320300041678

Spindel, Manfred S Or Christine
299 North Hollywood Blvd
Las Vegas, NV 89110

as Loan Servicing Agent for

Vesting Name: Manfred S. Spindel Or Christine L. Spindel

Shareholder ID: 3216

Shares	Share Price	Share Value*	Book Value**
296,706.01	\$1.00	\$296,706.01	\$245,256.07

* Share value reflected on last statement.

**The book value of the Fund is the net carrying value of the assets and liabilities on the books and records of the Fund as of April 12, 2006. The actual value and collectibility of the assets (notes and related receivables) has not been determined.

TRANSACTION REPORT

DEC/19/2006/TUE 12:22 PM

FAX(TX)

#	DATE	START T.	RECEIVER	COM. TIME	PAGE	TYPE/NOTE	FILE
001	DEC/19	12:21PM	3855024	0:01:15	7	ORIGINAL ERROR SG3	5366

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PLEASE GIVE THIS TRANSACTION REPORT TO SENDER.

CLARK & RICHARDS, L.L.P.

1850 E. Flamingo Road, Suite 204

Las Vegas, Nevada 89119

Ph: (702)731-1414 Fax: (702) 862-8562

E-mail: gcrclarkandrichards@earthlink.net

GORDON C. RICHARDS, P.C., LTD.**HOWARD DOUGLAS CLARK, LTD.****Date:** December 19, 2006

Recipient: Bob L. Olson, Esq.
Anne M. Loraditch, Esq.
BECKLEY SINGLETON, CHTD.

FAX: (702) 385-5024

From: Gordon C. Richards
Clark & Richards, L.L.P.

RE: Spindel v. USA Capital Diversified Trust Deed Fund, LLC
Bankruptcy Court Case Number: BK-S06-10725 LBR

Pages: — (Including Cover Page)

Hard Copy (X) Will Follow () Will Not Follow

MESSAGE: Please see attached.**CONFIDENTIALITY NOTE**

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Las Vegas, Nevada 89119
Ph: (702)731-1414 Fax: (702) 862-8562
E-mail: gcrclarkandrighards@earthlink.net

GORDON C. RICHARDS, P.C., LTD.

HOWARD DOUGLAS CLARK, LTD.

Date: December 19, 2006

Recipient: **Bob L. Olson, Esq.**
Anne M. Loraditch, Esq.
BECKLEY SINGLETON, CHTD.

FAX: (702) 385-5024

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Pages: ___ (Including Cover Page)

Hard Copy ☒ Will Follow ☐ Will Not Follow

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